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January 2, 2007

Mr. Vernon A. Williams, Secretary
Surface Transportation Board
1925 K Street, N.W. Room 704
Washington, D.C. 20423-0001

RECORDATION NO. 17834-1 FILED

JAN 03 '07 -8 0 0 AM

SURFACE TRANSPORTATION BOARD

Re: TTX Company
Purchase of Railroad Equipment

Dear Mr. Williams:

I am enclosing for recording pursuant to Section 11301 of Title 49 of the United States Code, two original copies of the Termination of Equipment Trust Agreement, dated as of January 2, 2007, between THE BANK OF NEW YORK TRUST COMPANY, N.A. (successor-in-interest to Ameritrust Texas, N.A.), not in its individual capacity, but solely as Owner Trustee (the "*Owner Trustee*") and BNY MIDWEST TRUST CO. (successor-in-interest to Mercantile-Safe Deposit and Trust Company), as Security Trustee (the "*Security Trustee*").

The enclosed documents relate to (i) the Lease of Railroad Equipment (No. 36-C) dated as of June 30, 1992 among Owner Trustee as Lessor and TTX Company as Lessee (the "*Lease*"), a copy of which was recorded on June 30, 1992 at 10:25 A.M. under recordation number 17834 and (ii) the Equipment Trust Agreement (No. 36-C) dated as of June 30, 1992 among the Owner Trustee and the Security Trustee (the "*Equipment Trust Agreement*," a copy of which was recorded on June 30, 1992 at 10:25 A.M. under recordation number 17834-A.

The names and addresses of the parties to the enclosed document are as follows:

Owner Trustee: The Bank of New York Trust Company, N.A.
Attn: Ms. Mary Callahan, Vice President
2 North LaSalle St., Suite 1020
Chicago, IL 60602

Law Offices of
CHAPMAN AND CUTLER LLP

Security Trustee: BNY MIDWEST TRUST CO.
Attn: Ms. Linda Garcia, Assistant Vice President
2 North LaSalle St., Suite 1020
Chicago, IL 60602

The equipment covered as of the date hereof by the aforesaid Equipment Trust Agreement consists of 1 Thrall Four-unit Double-Stack Well Car bearing the reporting mark DTTX 25127, 6 Thrall Three-unit Double Stack Well Cars within the series DTTX 25183 through DTTX 25202, 36 Thrall Single-unit Double Stack Well Cars within the series DTTX 54174 through DTTX 54419, 37 Gunderson Single-unit Double Stack Well Cars within the series DTTX 56465 through DTTX 56774, and 28 Gunderson Five-unit Double Stack Well Cars within the series DTTX 75129 through 75285; all as specifically described in Exhibit A attached hereto.

A short summary of the document to appear in the index follows:

Termination of Equipment Trust Agreement No. 36-C, dated as of January 2, 2007, between The Bank of New York Trust Company, N.A. (successor-in-interest to Ameritrust Texas, N.A.), as Owner Trustee and BNY Midwest Trust Co. (successor-in-interest to Mercantile-Safe Deposit and Trust Company), as Security Trustee.

A fee of thirty-four dollars (\$34.00) is enclosed. Please time and date stamp the enclosed copy of the enclosed document along with the extra copy of this letter as proof of filing and recordation of the enclosed document and return the original and any extra copies of such document and this letter not needed by the Board for recordation to:


Robert Alvord, Esq.
Alvord and Alvord
1050 Seventeenth Street, N.W.
Suite 301
Washington, D.C. 20036

Law Offices of
CHAPMAN AND CUTLER LLP

If you have any questions or need further information, please do not hesitate to contact the undersigned (312) 845-3429.

Sincerely,

CHAPMAN AND CUTLER LLP

By _____
Patrick Vining

Enclosures

EXHIBIT A**UNITS**

| EQUIPMENT | QUANTITY | ROAD NUMBERS |
|--|----------|--|
| Thrall Four-unit Double Stack Well Cars | 1 | DTTX 25127 |
| Thrall Three-unit Double Stack Well Cars | 6 | DTTX 25183 through DTTX 25187, inclusive, DTTX 25202 |
| Thrall Single-unit Double Stack Well Cars | 11 | DTTX 54174 through DTTX 54184, inclusive |
| | 25 | DTTX 54362 through DTTX 54363, inclusive, DTTX 54365 through DTTX 54384, inclusive, DTTX 54417 through DTTX 54419, inclusive |
| Gunderson Single-unit Double Stack Well Cars | 10 | DTTX 56465 through DTTX 56474, inclusive |
| | 27 | DTTX 56696 through DTTX 56715, inclusive, DTTX 56717 through DTTX 56720, inclusive, DTTX 56772 through DTTX 56774, inclusive |
| Gunderson Five-unit Double Stack Well Cars | 16 | DTTX 75129 through DTTX 75141, inclusive, DTTX 75143, DTTX 75169, DTTX 75172 |
| | 5 | DTTX 75213 through DTTX 75217, inclusive |
| | 2 | DTTX 75231 through DTTX 75232, inclusive |
| | 5 | DTTX 75281 through DTTX 75285, inclusive |

JAN 03 '07 -8 00 AM

TERMINATION OF EQUIPMENT TRUST AGREEMENT

SURFACE TRANSPORTATION BOARD

THIS TERMINATION OF EQUIPMENT TRUST AGREEMENT is made and entered into as of January 2, 2007 by and between THE BANK OF NEW YORK TRUST COMPANY, N.A. (successor-in-interest to Ameritrust Texas, N.A.), not in its individual capacity, but solely as Owner Trustee ("*Owner Trustee*") and BNY MIDWEST TRUST CO. (successor-in-interest to Mercantile-Safe Deposit and Trust Company), as Security Trustee (the "*Security Trustee*").

1. The Owner Trustee has heretofore entered into that certain Equipment Lease Agreement (No. 36-C) with TTX Company dated as of June 30, 1992 (as amended, modified or supplemented to date, the "*Lease*"), a copy of which was duly recorded with the Interstate Commerce Commission on June 30, 1992 at 10:25 A.M. under recordation number 17834. The Lease was assigned to the Security Trustee by virtue of an Equipment Trust Agreement (No. 36-C) dated as of June 30, 1992 (as amended, modified or supplemented to date, the "*Equipment Trust Agreement*"), a copy of which was duly recorded with the Interstate Commerce Commission on June 30, 1992 at 10:25 A.M. under recordation number 17834-A.

2. The Equipment Trust Agreement is terminated effective as of the date hereof with respect to the railroad equipment set forth on Exhibit A hereto.

3. This Termination of Equipment Trust Agreement shall neither impair nor terminate the rights and obligations of the parties under the Equipment Trust Agreement which expressly survive this termination.

IN WITNESS WHEREOF, the parties hereto have each caused this termination to be duly executed by their respective officers duly authorized as of the date and year first above written.

THE BANK OF NEW YORK TRUST COMPANY,
N.A. (successor-in-interest to Ameritrust
Texas, N.A.), not in its individual capacity,
but solely as Owner Trustee

By M Callahan
Name: Mary Callahan
Title: Vice President

Executed on this 27 day of DEC., 2006.

BNY MIDWEST TRUST CO.
(successor-in-interest to Mercantile-Safe
Deposit and Trust Company) not in its
individual capacity, but solely as Security
Trustee

By L Garcia
Name: Linda Garcia
Title: Assistant Vice President

Executed on this 27 day of Dec, 2006.

STATE OF IL)
)
COUNTY OF COOK) SS.:

On this, the 27th day of DECEMBER, 2006, before me, a Notary Public in and for said County and State, personally appeared Mary Callahan, who being by me duly sworn, says that she is the Vice President of THE BANK OF NEW YORK TRUST COMPANY, N.A., that said instrument was signed on DECEMBER 27 2006 on behalf of said bank by authority of its Board of Directors, and she acknowledged that the execution of the foregoing instrument was the free act and deed of said bank.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

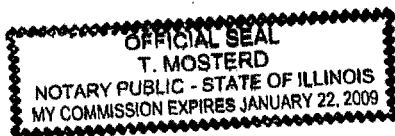


T. Mosterd
Name:
Notary Public
My Commission Expires: 1/22/09
Residing in CHICAGO, IL

STATE OF IL)
)
COUNTY OF COOK) SS.:

On this, the 27th day of DECEMBER, 2006, before me, a Notary Public in and for said County and State, personally appeared Linda Garcia, who being by me duly sworn, says that she is the Assistant Vice President of BNY MIDWEST TRUST CO., that said instrument was signed on DECEMBER 27 2006 on behalf of said trust company by authority of its Board of Directors, and she acknowledged that the execution of the foregoing instrument was the free act and deed of said trust company.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.



T. Mosterd
Name:
Notary Public
My Commission Expires: 1/22/09
Residing in CHICAGO, IL

EXHIBIT A**UNITS**

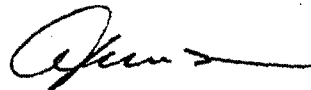
| EQUIPMENT | QUANTITY | ROAD NUMBERS |
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| | 5 | DTTX 75213 through DTTX 75217, inclusive |
| | 2 | DTTX 75231 through DTTX 75232, inclusive |
| | 5 | DTTX 75281 through DTTX 75285, inclusive |

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: _____

1/3/07



Robert W. Alvord